

SCANNED

DATE: 07/06/04

BY: SKY

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

HAROLD BEARDSLEY, STEVEN BURDA,
and BRAD SMITH Derivatively on Behalf
of the COLUMBIA DISCIPLINED VALUE
FUND, et al.,

Plaintiffs,

v.

FLEETBOSTON FINANCIAL
CORPORATION, et al.,

Defendant.

FILED
JUL -2 P 12:15

No. 04-CV-10978 (PBS)
DISTRICT OF MASS.

**STIPULATION AND ORDER ACCEPTING SERVICE
AND EXTENDING TIME OF CERTAIN DEFENDANTS TO ANSWER, MOVE OR
OTHERWISE RESPOND TO COMPLAINT**

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned
counsel for Plaintiffs, and Defendants FleetBoston Financial Corporation,^{1/} Fleet National Bank,
Columbia Management Group, Inc., Columbia Fund Services, Inc., Columbia Wanger Asset
Management, L.P., Columbia Management Advisors, Inc., and Columbia Funds Distributor, Inc.
(collectively, the "Columbia Management Defendants"), defendants Margaret Eisen; Leo A.
Guthart; Jerome Kahn, Jr.; Steven N. Kaplan; David C. Kleinman; Allan B. Muchin; Robert E.
Nason; John A. Wing; Charles P. McQuaid ; Ralph Wanger (collectively, the "Columbia Acorn
Trustee Defendants"), defendant Signalert Corporation and defendant Ritchie Capital
Management, LLC, as follows:

^{1/} Effective April 1, 2004, FleetBoston Financial Corporation merged with Bank of America Corporation.

WHEREAS, the complaint in the above-captioned action was filed in this Court on May 17, 2004 (the "Complaint");

WHEREAS, in exchange for Plaintiffs entering into this Stipulation, the Columbia Management Defendants, Columbia Acorn Trustee Defendants, Signalert Corporation and Ritchie Capital Management, LLC agree to accept service of the Complaint, for notice purposes only;

WHEREAS, the Columbia Management Defendants, Columbia Acorn Trustee Defendants, Signalert Corporation and Ritchie Capital Management, LLC desire an enlargement of their time to answer, move or otherwise respond to the Complaint and Plaintiffs consent to such an enlargement of time;

WHEREAS, the Columbia Management Defendants, Columbia Acorn Trustee Defendants Signalert Corporation and Ritchie Capital Management, LLC have received no previous enlargement of their time to answer, move or otherwise respond to the Complaint;

WHEREAS, on February 20, 2004, the Judicial Panel on Multidistrict Litigation ("the MDL Panel") issued an Order transferring various actions relating to mutual fund trading to the United States District Court for the District of Maryland, and centralizing the actions onto one single MDL docket (MDL-1586) under the caption "In re Mutual Funds Investment Litigation";

WHEREAS, the MDL Panel acknowledged in its Order that many related actions have been filed, and stated that those actions and any other related actions will be treated as potential "tag-along" actions in In re Mutual Funds Investment Litigation; and

WHEREAS, the Columbia Management Defendants have noticed this action as a potential "tag-along" action, and expect that this action will be transferred to the United States

District Court for the District of Maryland for consolidated pretrial proceedings in In re Mutual Funds Investment Litigation;

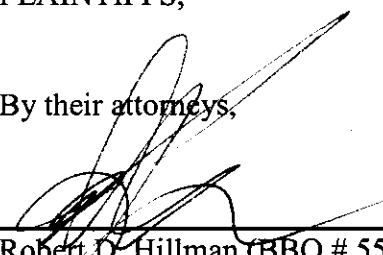
SUBJECT TO THE APPROVAL OF THIS COURT, IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel that the Columbia Management Defendants, Columbia Acorn Trustee Defendants, Signalert Corporation and Ritchie Capital Management, LLC are not required to answer, move, or otherwise respond to the Complaint until the later of: (a) thirty (30) days from the filing of an amended or consolidated amended complaint; or (b) the date set forth in any schedule established by the District of Maryland as part of In re Mutual Funds Investment Litigation; or (c) in the event that the MDL Panel determines not to transfer this case to the District of Maryland to be part of In re Mutual Funds Investment Litigation, thirty (30) days from the filing date of the MDL Panel's decision relating to the requested transfer of this action;

SUBJECT TO THE APPROVAL OF THIS COURT, IT IS FURTHER STIPULATED AND AGREED by and between the undersigned, counsel for the parties herein, that nothing in this Stipulation and Order shall be deemed to constitute an appearance by any of the Columbia Management Defendants, Columbia Acorn Trustee Defendants, Signalert Defendants and Ritchie Capital Management, LLC and the Columbia Management Defendants, Columbia Acorn Trustee Defendants, Signalert Corporation and Ritchie Capital Management, LLC reserve any and all rights or defenses, including affirmative defenses, any of the Columbia Management Defendants, Columbia Acorn Trustee Defendants, Signalert Corporation or Ritchie Capital Management, LLC may have in the above-captioned action, except that any defense based on improper service of process is hereby waived.

Dated: Boston, Massachusetts
July 1, 2004

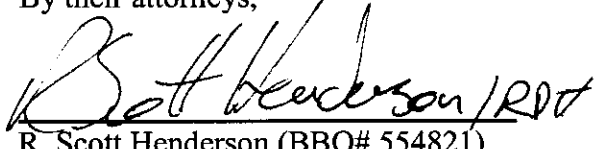
PLAINTIFFS,

By their attorneys,


Robert D. Hillman (BBO # 552637)
Deutsch, Williams, Brooks,
DeRensis & Holland, P.C.
99 Summer Street
Boston, Massachusetts 02110
(617) 951-2300


COLUMBIA MANAGEMENT
DEFENDANTS,

By their attorneys,


R. Scott Henderson (BBO# 554821)
Bingham McCutchen, LLP
150 Federal Street
Boston, MA 02110-1726
(617) 951-8000

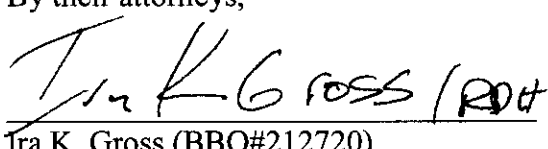
SIGNALERT CORPORATION,

By its attorneys,


Joel R. Leeman (BBO# 292070)
Bromberg & Sunstein LLP
125 Summer Street
Boston, MA 02110-1618
(617) 443-9292

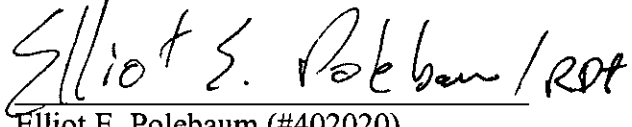
COLUMBIA ACORN TRUSTEE
DEFENDANTS

By their attorneys,


Ira K. Gross (BBO#212720)
Sullivan and Worcester, LLP
One Post Office Square
Boston, MA 021109
(617) 338-2800

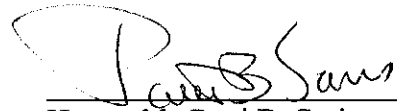
RITCHIE CAPITAL MANAGEMENT, LLC

By its attorneys,


Elliot E. Polebaum (#402020)
Fried, Frank, Harris, Shriver & Jacobson LLP
1001 Pennsylvania Ave., NW, Suite 800
Washington, DC 20004
(202) 639-7067

SO ORDERED:

Dated: ~~June~~ ^{July} 12, 2004

A handwritten signature in black ink, appearing to read "Patti B. Saris", written over a horizontal line.

Honorable Patti B. Saris
United States District Judge

DWLIB 160849v2
8322/02